

1 Richard G. Campbell, Jr.
2 ARMSTRONG TEASDALE LLP
3 50 W. Liberty St., Suite 950
4 Reno, NV. 89501
(775) 322-7400
Nev. Bar #: 1832

5 Boris Feldman
6 WILSON SONSINI GOODRICH & ROSATI
7 650 Page Mill Road
8 Palo Alto, CA 94304
Telephone: (650) 493-9300
Facsimile: (650) 493-6811
Attorneys' for Defendants

**UNITED STATES DISTRICT COURT
DISTRICT OF NEVADA**

15 FRANK J. FOSBRE, JR., derivatively on
behalf of INTERNATIONAL GAME
TECHNOLOGY, : Civil Action No.: 3:09-CV-00467

16 Plaintiff, :

17 v. :

18 THOMAS J. MATTHEWS, PATRICK W. :

19 CAVANAUGH, DANIEL R. SICILIANO, :

20 ROBERT A. BITTMAN, RICHARD R. :

21 BURT, PATTI S. HART, ROBERT A. :

22 MATHEWSON, ROBERT MILLER, :

23 FREDERICK B. RENTSCHLER, DAVID :

24 E. ROBERSON and PHILIP G. SATRE, :

25 Defendants, :

26 and ;

INTERNATIONAL GAME
TECHNOLOGY, ;

Nominal Defendant.

1 JEANNE M. CALAMORE, derivatively :
2 on behalf of INTERNATIONAL GAME : Civil Action No.: 3:09-CV-00489-ECR-VPC
3 TECHNOLOGY, :
4 Plaintiff, :
5 v. :
6 THOMAS J. MATTHEWS, PATRICK W. :
7 CAVANAUGH, DANIEL R. SICILIANO, :
8 ROBERT A. BITTMAN, RICHARD R. :
9 BURT, PATTI S. HART, ROBERT A. :
10 MATHEWSON, ROBERT MILLER, :
11 FREDERICK B. RENTSCHLER, DAVID :
12 E. ROBERSON and PHILIP G. SATRE, :
13 Defendants, :
14 and :
15 INTERNATIONAL GAME :
16 TECHNOLOGY, :
17 Nominal Defendant. :
18 SANJAY ISRANI, Derivatively on behalf :
19 of Nominal Defendant International Game : Civil Action No.: 3:09-CV-00536
20 Technology, :
21 Plaintiff, :
22 v. :
23 ROBERT A. BITTMAN, RICHARD R. :
24 BURT, PATTI S. HART, ROBERT A. :
25 MATHEWSON, THOMAS J. :
26 MATTHEWS, ROBERT MILLER, :
27 FREDERICK B. RENTSCHULER, :
28 DAVID E. ROBERSON, and PHILIP G. :
SATRE, :
Defendants, :
and :
INTERNATIONAL GAME :
TECHNOLOGY, :
Nominal Defendant. :

1 IRINA ARONSON, derivatively on behalf :
2 of International Game Technology, : Civil Action No.: 3:09-CV-00542-RCJ-VPC
3 Plaintiff, :
4 v. :
5 THOMAS J. MATTHEWS, PATRICK W. :
6 CAVANAUGH, DANIEL R. SICILIANO, :
7 ROBERT A. BITTMAN, RICHARD R. :
8 BURT, ANTHONY CIORCIARI, :
9 ROBERT MILLER, FREDERICK B. :
10 RENTSCHLER, DAVID ROBERSON, :
11 DAVID JOHNSON, RICHARD :
12 PENNINGTON, and STEPHEN MORRO, :
13 Defendants, :
14 and :
15 INTERNATIONAL GAME :
16 TECHNOLOGY, :
17 Nominal Defendant.

18

19 **STIPULATION CONSOLIDATING ACTIONS, APPOINTING CO-LEAD COUNSEL**
20 **AND RELATED MATTERS AND [PROPOSED] ORDER THEREON**

21 WHEREAS, there are presently four related shareholder derivative actions against
22 certain current and former officers and directors of International Game Technology (“IGT” or
23 the “Company”) on file in this Court;

24 WHEREAS, the four IGT shareholder derivative actions arise out of the same alleged
25 transactions and occurrences and involve the same or substantially similar alleged issues of fact
26 and law, and, therefore, should be consolidated for all purposes;

27 WHEREAS, in an effort to assure consistent rulings and decisions and the avoidance of
28 unnecessary duplication of effort, all of the undersigned counsel, on behalf of parties to this
stipulation in the related IGT shareholder derivative actions currently on file in this Court, enter
into this stipulation. The counsel are: (1) The Weiser Law Firm, P.C., Law Office of Alfred G.
Yates Jr., P.C., and Whitehead & Whitehead on behalf of plaintiff Frank J. Fosbre, Jr.; (2)
Harwood Feffer LLP, Law Office of Bruce G. Murphy, and Whitehead & Whitehead on behalf

1 of plaintiff Jeanne M. Calamore; (3) Federman & Sherwood, Law Offices of Marc Henzel, and
2 The Digesti Law Firm LLP on behalf of plaintiff Sanjay Israni; (4) Shalov Stone Bonner &
3 Rocco LLP, Sarraf Gentile LLP, and Law Office of Mark Wray on behalf of plaintiff Irina
4 Aronson; and (5) Wilson Sonsini Goodrich & Rosati on behalf of individual defendants
5 Thomas J. Matthews, Patrick W. Cavanaugh, Daniel R. Siciliano, Robert A. Bittman, Richard
6 R. Burt, Patti S. Hart, Robert A. Mathewson, Robert Miller, Frederick B. Rentschler, David E.
7 Roberson, Anthony Ciorciari, David Johnson, Richard Pennington, Stephen Morro, and Philip
8 G. Satre (“Individual Defendants”), and nominal defendant IGT;

9 WHEREAS, IGT and the Individual Defendants take no position as to the appointment
10 of (a) The Weiser Law Firm, P.C. and Harwood Feffer LLP as co-lead counsel for plaintiffs;
11 and (b) Whitehead & Whitehead as liaison counsel for plaintiffs;

WHEREAS, the plaintiffs, IGT, and the Individual Defendants agree that it would be duplicative and wasteful of the Court's resources for defendants named in plaintiffs' shareholder derivative actions to have to respond to the individual complaints prior to the agreed-upon consolidation. Therefore, the plaintiffs, IGT, and the Individual Defendants agree that no response is necessary to the individual complaints that have already been filed in this Court until after the actions have been consolidated and a consolidated complaint has been filed.

* * *

Now, therefore, the parties hereto stipulate and the Court ORDERS as follows:

I. CONSOLIDATION OF THE RELATED SHAREHOLDER DERIVATIVE ACTIONS

The following actions are hereby related and consolidated for all purposes, including pre-trial proceedings and trial:

<u>Abbreviated Case Name</u>	<u>Case Number</u>	<u>Date Filed</u>
<i>Fosbre v. Matthews, et al.,</i>	3:09-CV-00467	August 20, 2009
<i>Calamore v. Matthews, et al.,</i>	3:09-CV-00489-ECR-VPC	August 28, 2009
<i>Israni v. Bittman, et al.,</i>	3:09-CV-00536	September 15, 2009

1 *Aronson v. Matthews, et al.*,

3:09-CV-00542-RCJ-VPC September 17, 2009

2

3 **II. CAPTION OF CASES**

4 Every pleading filed in these consolidated actions, or in any separate action included
5 herein, shall bear the following caption:

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

26

27

28

1
2 **UNITED STATES DISTRICT COURT**
3 **FOR THE DISTRICT OF NEVADA**
4

5 IN RE INTERNATIONAL GAME)
6 TECHNOLOGY DERIVATIVE) Lead Case No. 3:09-CV-00467
7 LITIGATION)
8)
9 This Document Relates to:)
10)
11 ALL ACTIONS)
12)
13

14 **III. MASTER DOCKET**

15 The files of these consolidated actions shall be maintained in one file under Master File
16 No. 3:09-CV-00467.

17 **IV. PLEADINGS AND MOTIONS**

18 Plaintiffs shall file a consolidated complaint ("Consolidated Complaint") no later than
19 45 days from the date of entry of this Order, unless otherwise agreed between the parties and
20 approved by the Court, which shall be deemed the operative complaint, superseding all
21 complaints filed in any of the actions consolidated hereunder. Defendants shall have up to 45
22 days after the filing of the Consolidated Complaint to move, answer or otherwise respond to the
23 Consolidated Complaint. Plaintiffs shall file their opposition to the motion(s) within 30 days
24 after the filing of defendants' motion(s). Defendants shall file any replies to plaintiffs'
25 opposition within 30 days after plaintiffs' filing of the opposition.

26
27
28

1 **V. ORGANIZATION OF COUNSEL**

2 Co-Lead Counsel for plaintiffs for the conduct of these consolidated actions are:

3

4

5 **THE WEISER LAW FIRM, P.C.**
6 ROBERT B. WEISER
7 JEFFREY J. CIARLANTO
8 121 N. Wayne Avenue, Suite 100
9 Wayne, PA 19087
10 Telephone: (610) 225-2677
11 Facsimile: (610) 225-2678

12 -and-

13 **HARWOOD FEFFER LLP**
14 MATTHEW M. HOUSTON
15 488 Madison Avenue
16 New York, NY 10022
17 Telephone (212) 935-7400
18 Facsimile: (212) 753-3630

19

20 Each of Co-Lead Counsel shall have authority to speak for plaintiffs in matters
21 regarding pre-trial procedure, trial and settlement negotiations and shall make all work
22 assignments in such manner as to facilitate the orderly and efficient prosecution of this
23 litigation and to avoid duplicative or unproductive effort.

24

25 Co-Lead Counsel shall be responsible for coordinating all activities and appearances on
26 behalf of plaintiffs and for the dissemination of notices and orders of this Court. No motion,
27 request for discovery, or other pre-trial or trial proceedings shall be initiated or filed by any
28 plaintiffs except through plaintiffs' Co-Lead Counsel.

29

30 Each of Co-Lead Counsel also shall be available and responsible for communications to
31 and from this Court, including distributing orders and other directions from the Court to
32 counsel. Co-Lead Counsel shall be responsible for creating and maintaining a master service
33 list of all parties and their respective counsel. Service on one of Co-Lead Counsel shall be
34 sufficient as notice to Plaintiffs in this action.

35

36 Liaison counsel for plaintiffs for the conduct of these consolidated actions is:

37

1 WHITEHEAD & WHITEHEAD
2 JONATHAN J. WHITEHEAD
3 6121 Lakeside Drive, Suite 200
4 Reno, Nevada 89511
5 Telephone: (775) 329-3151
6 Facsimile: (775) 823-7709

7 **VI. NEWLY FILED OR TRANSFERRED ACTIONS**

8 This Order shall apply to each case arising out of the same or substantially the same
9 transactions or events as these cases, which is subsequently filed in or transferred to this Court.

10 When a case which properly belongs as part of the *In re International Game*
11 *Technology Derivative Litigation*, Lead Case No. 3:09-CV-00467, is hereafter filed in this
12 Court or transferred here from another court, this Court requests the assistance of counsel in
13 calling to the attention of the clerk of the Court the filing or transfer of any case which might
14 properly be consolidated as part of the *In re International Game Technology Derivative*
15 *Litigation*, Lead Case No. 3:09-CV-00467, and counsel are to assist in assuring that counsel in
16 subsequent actions receive notice of this Order.

17 IT IS SO STIPULATED.

18 DATED: September 24, 2009

19 THE WEISER LAW FIRM, P.C.
20 ROBERT B. WEISER
21 JEFFREY J. CIARLANTO
22 121 N. Wayne Avenue, Suite 100
23 Wayne, PA 19087
24 Telephone: (610) 225-2677
25 Facsimile: (610) 225-2678

26 By: _____/s/
27 ROBERT B. WEISER

28 [Proposed] Co-Lead Counsel and Counsel for Plaintiff
29 Frank J. Fosbre, Jr.

30 HARWOOD FEFFER LLP
31 MATTHEW M. HOUSTON
32 488 Madison Avenue
33 New York, NY 10022
34 Telephone (212) 935-7400
35 Facsimile: (212) 753-3630

1 By: _____ /s/
2 MATTHEW M. HOUSTON

3 [Proposed] Co-Lead Counsel and Counsel for Plaintiff
4 Jeanne M. Calamore

5 WHITEHEAD & WHITEHEAD
6 JONATHAN J. WHITEHEAD
7 6121 Lakeside Drive, Suite 200
8 Reno, Nevada 89511
Telephone: (775) 329-3151
Facsimile: (775) 823-7700

9 By: _____
10 JONATHAN J. WHITEHEAD

11 [Proposed] Liaison Counsel and Counsel for Plaintiffs
12 Frank J. Fosbre, Jr. and Jeanne M. Calamore

13 FEDERMAN & SHERWOOD
14 WILLIAM B. FEDERMAN
15 10205 N. Pennsylvania
Oklahoma City, Oklahoma 73120
Phone: (405) 235-1560
Facsimile: (405) 239-2112

17 By: _____ /s/
18 WILLIAM B. FEDERMAN

19 Counsel for Plaintiff Sanjay Israni

20 SHALOV STONE BONNER &
ROCCO LLP
21 RALPH M. STONE
22 THOMAS G. CIARLONE, JR.
485 Seventh Avenue, Suite 1000
23 New York, NY 10018
Phone: (212) 239-4340
Facsimile: (212) 239-4310

25 By: _____ /s/
26 RALPH M. STONE

27 Counsel for Plaintiff Irina Aronson

1 LAW OFFICES OF MARK WRAY
2 MARK WRAY
3 JULIA VOHL ISLAS
4 608 Lander Street
5 Reno, NV 89509
6 Phone: (775) 348-8877
7 Facsimile: (775) 348-8351

8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
Counsel for Plaintiff Irina Aronson

1
2 SARRAF GENTILE LLP
3 RONEN SARRAF
4 JOSEPH GENTILE
5 116 John Street, Suite 2310
6 New York, NY 10018
7 Phone: (212) 868-3610
8 Facsimile: (212) 918-7967

9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
Counsel for Plaintiff Irina Aronson

1
2 LAW OFFICES OF MARC HENZEL
3 MARC S. HENZEL
4 273 Montgomery Ave., Suite 202
5 Bala Cynwyd, PA 19004
6 Telephone: (610) 660-8000
7 Facsimile: (610) 660-8080

8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
Counsel for Plaintiff Sanjay Israni

1
2 THE DIGESTI LAW FIRM LLP
3 MATTHEW P. DIGESTI
4 485 W. Fifth Street
5 Reno, NV 89503
6 Phone: (775) 323-7797
7 Facsimile: (775) 323-5944

8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
Counsel for Plaintiff Sanjay Israni

1
2 LAW OFFICE OF ALFRED G. YATES JR., PC
3 ALFRED G. YATES, JR.
4 519 Allegheny Building
5 429 Forbes Avenue
6 Pittsburgh, PA 15219
7 Phone: (412) 391-5164
8 Facsimile: (412) 471-1033

9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
Counsel for Plaintiff Frank J. Fosbre, Jr.

1
2 LAW OFFICE OF BRUCE G. MURPHY
3 BRUCE G. MURPHY
4 265 Llwyds Lane
5 Vero Beach, FL 32963
6 Phone: (772) 231-4202

7 Counsel for Plaintiff Jeanne M. Calamore
8
9

10 Dated: September ___, 2009

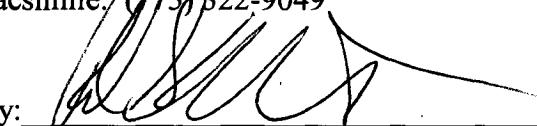
11 WILSON SONSINI GOODRICH & ROSATI
12 BORIS FELDMAN
13 650 Page Mill Road
14 Palo Alto, CA 94304
15 Telephone: (650) 493-9300
16 Facsimile: (650) 493-6811

17 By: /s/
18 BORIS FELDMAN

19 Counsel for Nominal Defendant IGT and the Individual
20 Defendants

21 Dated: September ___, 2009

22 ARMSTRONG TEASDALE LLP
23 RICHARD G. CAMPBELL, JR.
24 50 West Liberty, Suite 950
25 Reno, NV 89501
26 Telephone: (775) 322-7400
27 Facsimile: (775) 322-9049

28 By: 
 RICHARD CAMPBELL

29 Counsel for Nominal Defendant IGT and the Individual
30 Defendants

31 **ORDER**

32 PURSUANT TO STIPULATION, IT IS SO ORDERED.

33 Date this ___ date of September, 2009

34 _____
35 **DISTRICT COURT**

36 323793_4.DOC
37
38